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MARVEL TEAM-UP™
SPIDER-MAN®
AND
NICK FURY™



SLAUGHTER ON TENTH AVENUE!



STAN LEE PRESENTS: **SPIDER-MAN AND NICK FURY!**

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LUCKY FOR US--AND
UNLUCKY FOR THEM--THINGS AREN'T
QUITE WHAT THEY
SEEM.



...GUMMERS...



HIT--ANYONE
GET THE
NUMBER OF
THAT...?

I FEEL
AWFUL...



BUT AT LEAST...
I FEEL!
I--I'M
ALIVE!!



SOMETHING WRONG INSIDE--
CAN'T BREATHE GOTTA
TAKE MY MASK OFF...

...DESPITE
THE
RISK...



WOW. OH, WOW.
I NEVER THOUGHT
POLLUTION COULD
SMELL SO GOOD.



I FEEL SO...SICK. I DON'T GET IT.
I WAS SHOT--I THOUGHT...I FELT...
THAT I...DIED.

DESPERATELY, HE CASTS HIS MIND
BACK ACROSS THE HOURS, AND BEING
RECALLED NOW, AFTER A LATE-NIGHT
STUNT AT THE DAILY BUGLE...

IN THE CONFUSION OF THE
MOMENT THOUGH, SPIDEY MIS-
TOOK HER FOR MATHIAS
ROMANOFF--THE BLACK WIDOW.

--EVEN THOUGH HE DISCOVERED THE
WIDOW'S COSTUME IN HER BAG.
EVEN THOUGH, WHEN SHE DONNED
THE COSTUME...



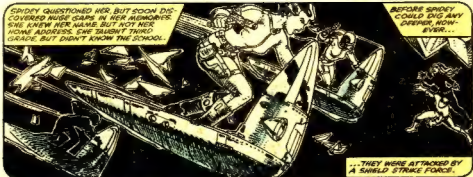
...WHEN HE
SAVED A
SCHOOL
TEACHER
NAMED
NANCY
RUSHMAN
FROM SOME
MUGGERS.



NANCY
DENIED IT.
VENERABLY.



NANCY
PROVED
TO BE THE
WIDOW'S
IDENTICAL
TWIN.



ON THAT CUE, LET'S CUT CROSS-TOWN AND TO THE LEFT, TO A BRAND-NEW CORPORATE SKY-SCRAPER THAT ALSO HAPPENS TO BE SWIGLE'S NEW YORK HEAD-QUARTERS.



COL. FURY, I DON'T UNDERSTAND.



ME MEYER, SITWELL.

AN' THAT SCARES ME.

BUT I THOUGHT THE BLACK WIDOW'S LOYALTY WAS UNQUESTIONED?



IT IS. THE THING IS, JASPER-- LOYALTY TO WHOM?

HOW'S SHE DOIN' DOC?

NOT GOOD, COLONEL-- SHE'S STILL UNCONSCIOUS, AND VERY WEAK. YOU HIT HER WITH A MASSIVE DOSE OF TRANQUILIZER.



WHERE THE WIDOW'S CONCERNED YOU DON'T TAKE CHANCES.

I NEED HER AWAKE, DOC-- NOW.



IMPOSSIBLE.

I GOT QUESTIONS ONLY SHE CAN ANSWER, AMES-- AN' I CAN'T WAIT.



DO WHAT YOU HAVE TO DO, DOC, BUT HAVE HER READY FOR INTERROGATION BY SUNSET!



YOU FIGURE IT, SITWELL-- OUT OF THE BLUE, THE WIDOW CALLS IN A PANIC TO WARN ME OF SOME IMMINENT TERRIBLE DISASTER. THEN, SHE DISAPPEARS.

AN' WHEN WE FINALLY FIND HER, VAL DISOBEYS ORDERS AN' INSTEAD O' SIMPLY BRINGIN' HER IN, SHE TRIES TO KILL HER.



TOO MUCH HAS BEEN GOIN' WRONG WITH SHIELD LATELY, KID. AN' I GOT A NASTY FEELIN' THAT IF WE BOTCH THIS CAPER...

...NONE OF US WILL LIVE TO REGRET IT.

NOT FAR AWAY IN THE
VENERABLE DAILY BUGLE
BUILDING-- HOME OF
"THE WORLD'S ACTION
NEWSPAPER"--

--WE RETURN AN UNUSUALLY
GRIM PETER PARKER.

SHIELD COULD HAVE
TAKEN NANCY
ANYWHERE...

...BUT THE LOGICAL
PLACES TO START
LOOKING ARE THE
WELL-CARRIED...

...AND THEIR
NEW YORK
HEADQUARTERS.

UNFORTUNATELY, I DON'T KNOW
WHERE SHIELD'S SECRET N.Y.
HIDEOUT IS--AND I DON'T WANT
TO GO TO THE F.F. OR THE
AVENGERS UNTIL I KNOW
MORE OF WHAT'S
GOING ON.

DAILY
BUGLE
BARGAIN
ALL THE
LATEST
LOOKING
FOR
REFERENCE
FILES

IF ANYONE CAN HELP ME FIND IT, THOUGH,
I'LL BET IT'S THE BUGLE'S CHIEF LIBRARIAN--
MAGGIE MCCULLOCH.

ROBBIE ROBERTSON
SAYS SHE HAS A
MIND LIKE A STEEL
TRAP.

MISS
MCCULLOCH...?

WHATEVER
IT IS, KID,
THE ANSWER'S
NO.

GEE, IF THIS IS
WHAT ROBBIE
CALLS HER GOOD
MOOD, I'D HATE
TO SEE HER WHEN
SHE'S MAD.

I, UH,
NEED SOME
INFORMATION.

SO? WHADAYA
WANT?

THE ADDRESS OF SHIELD'S
NEW YORK HEADQUARTERS?

LOOK IT UP, HOTSHOT.
PAGE 1421-- UNDER
"U.S. GOVERNMENT
AGENCIES."

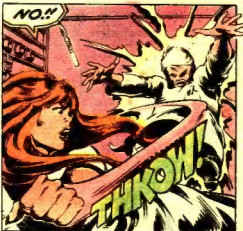
WELL, I'LL BE--
HERE IT IS!

BUT...THERE'S
ONLY A PHONE
NUMBER--NO
ADDRESS.

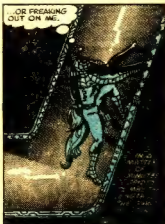
THE...
PHONE--
BOOK??:

PHONE
FOR A COLLEGE
KID, PARKER, YOU
SURE GOT NO SENSE
TRACE THE EXCHANGE
OR, BETTER YET, CALL
SHIELD AND ASK.









EIGHTY MILES WEST OF
MANHATTAN, TWO
MILES STRAIGHT UP--

--ABDAR SHIELDS' FAMED
WIDOW-CARRIER, ITS FLYING
COMMAND HEADQUARTERS.

REPORT ACKNOWLEDGED. NEW
WORK-- THE WIDOWS ON THE
LOOSE. KEEP US POSTED ON
ALL FURTHER DEVELOPMENTS.
NO MATTER HOW TRIVIAL.

CLAY
QUARTERMAN
OUT

THE WIDOW-
ESCAPED?

YES, COMMANDER.
WITH... SPIDER-MAN'S
HELP.

ANNE'S FAILED--
I SHOULD HAVE
EXPECTED THAT.

SHIELD SHIELDS-- USE YOUR
TELEPORT RING TO CARRY
BOOMERANG--FIND THE WIDOW
AND SPIDER-MAN. KILL
THEM BOTH.

COMMANDER,
LET ME GO
ALONE.

THE
ARACHNID
AND I HAVE
UNFINISHED
BUSINESS.

NO, SAMURAI. YOU ARE
NEEDED BY MY SIDE.

BUT THIS IS
A MATTER
OF HONOR!

HONOR
MEANS
NOTHING
TO ME.

ALL THAT MATTERS
IS THE PLAN.

NOW--
GO!

HE IS DEFIANT BUT HE WILL
OBEY. WE KNOW THAT IN
SINGLE COMBAT, HIS SKILL IS
NOTHING COMPARED TO MINE.

... CBS MORNING NEWS: PRESIDENT
CARTER WILL ADDRESS A JOINT
SESSION OF CONGRESS
THIS EVENING...

AND WHEN
THAT SPEECH
IS DONE,
FOOL...

... THE WORLD
WILL NEVER BE
THE SAME AGAIN.

DIVE 30 IN LOWER MANHATTAN, JUST EAST OF CHINATOWN. IT'S A LONG WAY FROM ANY SHIELD INSTALLATION, AND THAT'S EXACTLY WHY NICK FURY'S COME HERE...

GET HIM HERE BY TONIGHT. THAT'S ALL I ASK.

THANKS DENIS. I OWE YOU, OLD FRIEND.

IF I'M RIGHT, IF AN ENEMY IS -- SOMEHOW -- TAKEN OVER SHIELD, THEN THIS KID COULD BE MY ACE IN THE HOLE.

MEANTIME I CAN'T TRUST ANYONE.

I KEEP THINKIN' ABOUT THAT NAME THE WIDOW USED -- NANCY KUSHNAR. THAT WAS HER COVER IDENTITY WHEN SHE FIRST CAME TO THE STATES.

...AS A SOVIET SPY.

WHAT IF HER DEFECTION WAS A GAT? WHAT IF SHE'S STILL WORKING FOR THE RUSSKANS? ARE THEY BEHIND THIS? AN' IF NOT THEM -- WHO???

WELL, I'M NOT GONNA FIND ANY ANSWERS SITTIN' HERE ON MY DUFF. THAT BUG I PLANTED ON HER IS STILL BROADCASTIN'.

"IT'S SIGNAL SHOULD LEAD ME RIGHT TO HER."

LEAD ON, MACFURY. CAUSE WHATEVER THOU GOEST --

-- GOES BOOMERANG!

YOU BUGGED THE WIDOW, BUT WE BUGGED YOU -- YOUR CAR, THAT IS COURTESY OF A HYPNOTISED TECHNO.

PITY YOUR ONLY REWARD FOR HELPING ME...

...WILL BE YOUR OWN DEATH.

SILENCE. DARKNESS. BLESSED OBLIVION. NO RIGHT WARS, NO FEARS, NO PAIN. IT'S YOU GOOD, IT'S JUST.

IT DOESN'T. CAN YOU HEAR ME?

MY NAME IS PETER PARKER. DON'T BE FRIGHTENED!

I'M A FRIEND.



WHERE ?

MY APARTMENT--
SPIDER-MAN
BROUGHT YOU
HERE.

ARE YOU HUNGRY?
THIS IS MY AUNT
MAY'S CHICKEN SOUP.

THE BEST
THERE IS.



TH--THANK
YOU--NO.

I... I WAS IN
A HOSPITAL--

A MAN-- A DOCTOR--
TRIED TO KILL ME!



RELAX, YOU'RE
SAFE NOW.

WHAT'S YOUR NAME?



NATA--NO, NANCY, IT'S
NANCY RUSH...MANKOFF.

SO MANY NAMES--
DIFFERENT
PEOPLE-- ALL
WITH MY
FACE!

IMAGES, WHEEL THROUGH HER BRAIN AS
SHE FIGHTS FOR BALANCE FOR CONTROL

FOR
HER VERY
SANITY

ONE PERMANENT MEMORY-- HERSELF,
SHAKED UP-- FLEES. ANOTHER
WOMAN DEMANDING ANSWERS
SHE DARED NOT GIVE.



WITH EACH REFUSAL, THERE IS
PAIN...

SO MUCH AGONY THAT HER VERY
SOUL IS TWISTED INSIDE OUT.

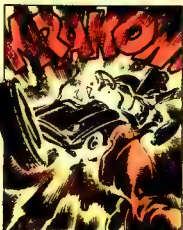
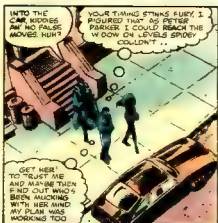


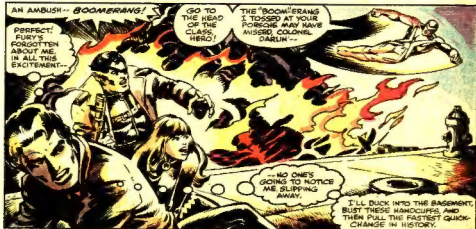
...SO MUCH THAT
EVEN THIS VAGUE
MEMORY OF IT
IS MORE THAN
SHE CAN
BEAR



GOOD LORD-- WHAT WAS
SHOWN TO HER?!

HE TRIES HIS BEST TO COMFORT
HER, AND AFTER A TIME HER SOBBING
GIVES WAY TO HARSH, RACKING SOBBS--







NICK FURY MAY NOT BE ONE OF MY FAVORITE PEOPLE RIGHT NOW, BUSTER--

--BUT THAT SURE DOESN'T MEAN I'M GONNA STAND BY AND WATCH HIM GUNNED DOWN BY A TWO-BIT HIRED ASSASSIN!



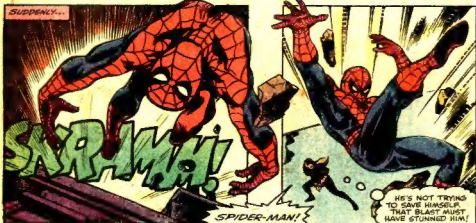
THEY LANDED ON THE ROOF ACROSS THE STREET!

STAY HERE, WIDOW-- AN' STAY UNDER COVER!

Y-YES... STAY HERE WHERE IT'S SAFE...
NO!

I'M GIVIN' THE WALL-CRAWLER A HAND!

I WANT TO HELP SPIDER-MAN-- I'VE GOT TO!



SUDDENLY...

SKRRRR!

SPIDER-MAN!

HE'S NOT TRYING TO SAVE HIMSELF. THAT BLAST MUST HAVE STUNNED HIM!



HIS ONLY CHANCE...

...IS FOR ME TO BREAK HIS FALL.

WHOUUFF!!



BOOMERANGS... BOOT-JETS PACK ONE HECKING WALLBO. CAUGHT ME... HEAD-ON... THOUGHT I WAS FINISHED.



BUT... YOU SAVED ME!

WAY TO GO, RED!

STOP CLOWNING AROUND, MISTER-- AND GET THESE HANDCUFFS OFF ME! DON'T YOU REALIZE--



"--NICK FURY'S ON THAT ROOF--TOP FIGHTING BOOMERANG ALONE!"



NOT FOR LONG, LADY!
NANCY'S VOICE,
HER BEARING--
SUDDENLY,
EVERYTHING'S
CHANGED.

SHE'S
SOUNDING
AND ACTING
LIKE THE
BLACK
WIDOW.



DOES THAT MEAN SHE'S
GETTING BETTER-- OR
CURED BACK TO NORMAL?
PART OF ME HOPES SO...

...YET PART
OF ME
DOESN'T. I
REALLY LIKED
NANCY
RUSHMAN.

HOLD
THAT
POSE,
BOOMEY--

-- AND SAY
HELLO TO
DREAMLAND.



YIKES!



THAT FLASH OF
LIGHT BEHIND
BOOMERANG, I'VE
SEEN IT BEFORE!

OH,
NO!



OH, YES,
ARACHNID.

IT SEEMS WE
MEET AGAIN.

AND IF THE
FATES ARE KIND
TO ME--

-- THIS
TIME SHALL BE
THE LAST!



THE SILVER
SAMURAI!

AND HE'S
WEARING THAT
CRAZY
TELEPORT
RING HE STOLE
OFF JOHN
BELUSHI.

* SEE THE LEGENDARY
MTB # 76 -- AL.

HIT THE DECK, PEOPLE! THAT ENERGY SWORD CAN CUT THROUGH STEEL LIKE BUTTER!

CRIPES-- THE SAMURAI'S FASTER THAN EVER! THAT SWIPE ALMOST TAGGED ME!

THEY'RE OFF-BALANCE, SAMURAI-- HELPLESS! FINISH THEM!

NOTHING WOULD GIVE ME GREATER PLEASURE, BOOMERANG.

BUT YOU ARE WOUND, OFF-BALANCE, PERHAPS-- BUT THERE ARE THREE ARE FAR FROM HELPLESS.

HEED OUR MISTRESS' WORDS, AND OBEY: TOO MUCH IS AT STAKE TO RISK DEFEAT.

SO STAND BESIDE ME, COMRADE--

...WHILE THE AWESOME POWER OF MY RING...

...TELEPORTS US TO SAFETY.

POOF

WHAT THE--? NEAT TRICK, HUH? NOW IF WE ONLY KNEW WHERE THEY WERE GOING.

I THINK... I CAN TELL YOU THAT, MY FRIEND.

A LOT OF THINGS ARE STILL HAZY...

...BUT IN BITS AND PIECES MY MEMORY IS COMING BACK.

I'M STILL NOT SURE WHO I AM-- NANCY RUSHMAN OR... THE BLACK WIDOW-- BUT I DO KNOW THAT UNLESS WE ACT FAST...

...THE WORLD AS WE KNOW IT HAS ONLY A FEW HOURS LEFT TO LIVE.

NEXT
ISSUE

CATCH A FALLING HERO!